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REIVED

Conley E. Ward Idaho State Bar ID#1685  
 Cynthia A. Melillo Idaho State Bar ID#5819  
 GIVENS PURSLEY LLP  
 277 North 6th Street, Suite 200  
 P.O. Box 2720  
 Boise, Idaho 83701  
 (208) 388-1200  
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AZ CORP COMMISSION  
DOCUMENT CONTROL

Joe F. Tarver Arizona State Bar ID#4343  
 2960 N. Swan Road, Suite 300  
 Tucson, AZ 85712-1292  
 (520) 318-0800  
 (520) 318-0900 (fax)

Arizona Corporation Commission

**DOCKETED**

APR 15 2003

Attorneys for Applicant Midvale Telephone Exchange, Inc,

DOCKETED BY	
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**BEFORE THE ARIZONA CORPORATION COMMISSION**

**IN THE MATTER OF THE )  
 APPLICATION OF MIDVALE )  
 TELEPHONE EXCHANGE, INC. )  
 FOR AN AMENDMENT TO ITS )  
 CERTIFICATE OF PUBLIC )  
 CONVENIENCE AND NECESSITY)**

**Docket No. T-02532A-03-0017****AMENDED APPLICATION OF MIDVALE  
 TELEPHONE EXCHANGE, INC.**

Midvale Telephone Exchange, Inc. ("Midvale"), through its counsel of record, hereby files this Amended Application with the Arizona Corporation Commission ("Commission") for an amendment to Midvale's Certificate of Public Convenience and Necessity. In support whereof, Midvale states as follows:

I.

On January 10, 2003, Midvale filed with the Arizona Corporation Commission ("Commission") its original Application for an Amendment to Midvale's Certificate of Public Convenience and Necessity in the above-entitled matter. On February 14, 2003, the Commission Staff filed a Letter of Deficiency identifying several deficiencies with Midvale's Application. A copy of the Staff's Letter of Deficiency is attached hereto as Exhibit A. This Amended

Application contains additional information designed to respond to, and rectify, the deficiencies identified in the Staff's Letter of Deficiency.

II.

A copy of Midvale's Certificate of Incorporation and Articles of Incorporation is attached hereto as Exhibit B. Midvale's principal business office is located at the following address:

Midvale Telephone Exchange, Inc.  
P.O. Box 7  
Midvale, ID 83645

III.

The following is a list of Midvale's officers and directors:

Officers

Lane R. Williams	President
Mary G. Williams	Secretary

Directors

Lane R. Williams  
Mary G. Williams  
Shirley Archer

IV.

Midvale currently provides certificated telephone service to a number of rural communities in Arizona. In this Amended Application, Midvale requests Commission authorization to provide facilities-based, basic local exchange service and toll access telephone service to currently unserved residential developments known as the Crossroads Ranch Service Area, which includes the Crossroads I and II and Long Meadow subdivisions, and the Poquito Valley Service Area, which includes the Poquito Valley and Antelope Meadows subdivisions

(hereafter collectively the "Unserved Areas")<sup>1</sup>. Midvale has received petitions for service from the Crossroad Ranch property owners' association and individuals in the Unserved Areas, and copies are attached as Exhibit C.

#### V.

Maps and legal descriptions of the proposed additions to the Millsite exchange are attached hereto as Exhibit D and E, respectively.

#### VI.

These developments are located near Midvale's Millsite exchange and can be incorporated into the Millsite exchange using microwave links back to an existing Central Office. Midvale's consulting engineer, Milford Engineering Corporation, has performed an Engineering Design Study for the Unserved Areas, a copy of which is attached hereto as Exhibit F. Page 1 of Exhibit F contains a subscriber forecast, which projects that the total number of subscribers in the Unserved Areas will grow from 74 at year end 2004 to 205 when construction is completed at the end of calendar year 2006. The remainder of Exhibit F contains an estimate of construction costs and identification of the inside and outside plant required to provide service to the Unserved Areas. The total cost of construction is estimated at \$1,911,576 including pre-loan and post-loan engineering.

When construction is completed, Midvale will provide the Unserved Areas with modern telecommunications services using state of the art equipment. Services to be provided include basic local exchange service, touch-tone service, high speed data services, access to toll services, access to emergency services (911), and Lifeline and Link-Up services for low income residents. Midvale's proposed telephone plant will include copper cable loops designed for broadband

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<sup>1</sup> The Original Application included two additional subdivisions known as Breezy Pine and Rancho Diamonte. These areas were subsequently determined to be inside Qwest's existing service area and have therefore been eliminated from this Amended Application.

circuits, fiber optic cable transport facilities, next generation digital loop carrier, and modern digital switching.

Depending on the date on which this Commission issues an order in this case, Midvale will begin construction to the Unserved Areas in late 2003 or early 2004, with the completion of construction scheduled for year end 2006.

## VII.

Midvale has applied for and been granted virtually all of the permits required to provide service to the Unserved Areas. Yavapai County has issued Midvale a Franchise for the areas currently included in Midvale's CC&N and for the Crossroads Ranch area. Midvale also has use permits for the placement of microwave towers in Henderson Valley, Millsite and on Table Mountain. Right of way permits are not needed for Crossroads Ranch as the subdivision has existing conduit all located on private roads. Poquito Valley can also be served along private roads, so no right-of-way permits will be required. Additional use permits will be needed for the Crossroads Ranch and Poquito Valley microwave towers. The projected filing date for these use permits is July, 2003, and Midvale does not anticipate any difficulties in obtaining approval. A right of way permit may be required to reach from Crossroads Ranch to Long Meadow, but whether a permit is necessary cannot be determined until final engineering of the route. If a permit is required, Midvale is prepared to make the necessary filings to insure the permit is granted in a timely manner. Copies of Midvales existing permits and environmental clearances are attached hereto as Exhibit G.

## VIII.

Midvale has prepared a projected five-year operating statement for the Unserved Areas, a copy of which is attached as Exhibit H. The projections contained in Exhibit H assume that

Midvale's approved tariff establishing rates and charges for the Millsite exchange will be applied in the Unserved Areas. The projections are prepared using two alternative assumptions about the availability of extended area service ("EAS") to Prescott. Page 1 of Exhibit H assumes that EAS to Prescott is not available. Under this assumption, Midvale will realize a positive contribution to net income from the Unserved Areas of approximately \$43,584 beginning in 2006 when construction is completed. Page 2 of Exhibit H contains projections based on the assumption that the Unserved Areas are offered EAS to Prescott. In this event, the incremental contribution to Midvale's net income in the first full year of service in 2006 is reduced to \$15,142.

#### IX.

Midvale believes it can qualify for a construction loan for the Unserved Areas from either the Rural Telephone Finance Cooperative ("RTFC") or the Rural Utilities Service ("RUS"). However, submission of a final loan application to RTFC or RUS would require a significant expenditure for detailed engineering of the project, and Midvale does not wish to undertake this expenditure in the advance of Commission approval of this Amended Application. In addition, RUS will not accept an application for funding until Midvale becomes the designated incumbent carrier for the Unserved Areas. *See* Letter from Wesley L. Lamm, General Field Representative for RUS, attached as Exhibit I (the original of Mr. Lamm's letter was sent directly to ACC Docket Control). Upon Commission approval of this Amended Application, Midvale will prepare its final loan application and make the appropriate filings with this Commission.

#### X.

Midvale submits that public interest considerations support the establishment of two way EAS between the Unserved Areas and Prescott. As a practical matter, EAS cannot be efficiently provided to the Unserved Areas without also providing it for the entirety of Midvale's Millsite

exchange. This will necessarily require the cooperation and participation of Qwest in the provisioning of EAS. If the Commission concurs with this recommendation and orders the implementation of EAS, Midvale proposes to offer EAS to the entire Millsite exchange within six months of the Commission's final order herein.

XI.

Midvale asserts that the public interest, convenience and necessity require that Midvale be authorized to serve the additional area as requested herein.

XII.

Midvale will provide notice of this Application as may be required by Commission order.

XIII.

Midvale requests that all correspondence, pleadings or requests for information be directed to the following persons:

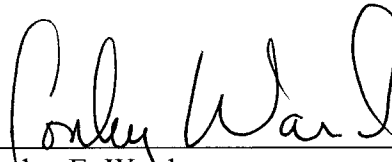
Conley E. Ward  
Cynthia A. Melillo  
GIVENS PURSLEY LLP  
277 North Sixth Street, Suite 200  
P.O. Box 2720  
Boise, Idaho 83701-2720  
Telephone: 208-388-1200  
Facsimile: 208-388-1300

With copy to: Lane R. Williams  
Midvale Telephone Exchange, Inc.  
P.O. Box 7  
Midvale, Idaho 83645  
Telephone: 800-462-4523  
Facsimile: 208-355-2222

WHEREFORE, the Applicant, Midvale Telephone Exchange, Inc. respectfully requests that the Arizona Corporation Commission: 1) issue an order amending its Certificate of Public Convenience and Necessity authorizing Midvale to provide telecommunications services,

including local exchange service, to the areas as designated and described in Exhibits D & E hereto; 2) requiring the provision of two way EAS between Midvale's Millsite exchange and Qwest's Prescott exchange; and 3) for such further relief as the Commission deems just and reasonable.

RESPECTFULLY SUBMITTED this 14th day of April 2003.

A handwritten signature in cursive script, appearing to read "Conley Ward", is written over a horizontal line.

Conley E. Ward

GIVENS PURSLEY LLP

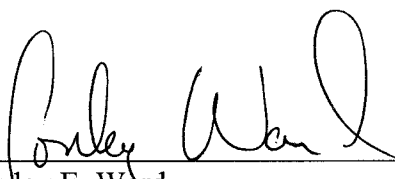
Attorneys for Midvale Telephone Exchange, Inc.

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on the 14th day of April 2003, I caused to be served a true and correct copy of the foregoing by the method indicated below, and addressed to the following:

Arizona Corporation Commission  
1200 West Washington  
Phoenix, AZ 85007

x Overnight Delivery \_\_\_ U.S. Mail \_\_\_ Fax \_\_\_ By Hand

  
\_\_\_\_\_  
Conley E. Ward



COMMISSIONERS  
MARC SPITZER - Chairman  
JIM IRVIN  
WILLIAM A. MUNDELL  
JEFF HATCH-MILLER  
MIKE GLEASON



**COPY**

BRIAN C. MCNEIL  
Executive Secretary

ARIZONA CORPORATION COMMISSION

RECEIVED

FEB 18 2003

LETTER OF DEFICIENCY

February 14, 2003

Givens Pursley, LLP

Mr. Lane R. Williams  
Midvale Telephone Exchange, Inc.  
Post Office Box 7  
Midvale, Idaho 83645

RE: MIDVALE TELEPHONE EXCHANGE, INC. - APPLICATION FOR AN  
AMMENDMENT TO MIDVALE'S CERTIFICATE OF PUBLIC CONVENIENCE AND  
NECESSITY (DOCKET NO. T-02532A-03-0017)

Dear Mr. Williams:

In reference to your application received on January 10, 2003, this letter is to inform you that your application has not met the sufficiency requirements as outlined in Arizona Administrative Code R14-2-502.

Staff has found several deficiencies with your application, which are listed on a separate attachment. The 30-day sufficiency determination period will begin anew when the Company corrects the deficiencies and Docket Control receives an original and sixteen copies of the corrected application.

You have 60 calendar days, or until April 15, 2003 to correct the deficiencies, or make other arrangements with Staff to remedy your application for a CC&N amendment. If the corrections or other arrangements are not made by the above date, Staff will request your docket number be administratively closed. Docket Control will retain one copy of the original application for Commission records. You may file an original and sixteen copies of an updated application at a later date.

Mr. Lane R. Williams  
February 14, 2003  
Page 2

The Staff persons assigned to your application are Wilfred Shand and Richard Boyles. Mr. Shand can be reached at (602) 542-0830 and I can be reached at (602) 364-0336, or toll free at (800) 222-7000, if you have any questions or concerns.

Sincerely,



Richard L Boyles  
Utilities Engineer  
Utilities Division

RLB:lhbm

Enclosure

cc: Docket Control Center (sixteen copies)  
Robert Kennedy, Consumer Services  
Delbert Smith, Engineering  
Matthew Rowell, Telecommunications and Energy  
Lyn Farmer, Hearing Division  
Gary Horton, Legal Division  
Conley E. Ward, GIVENS PURSLEY, LLP

DEFICIENCY ATTACHMENT

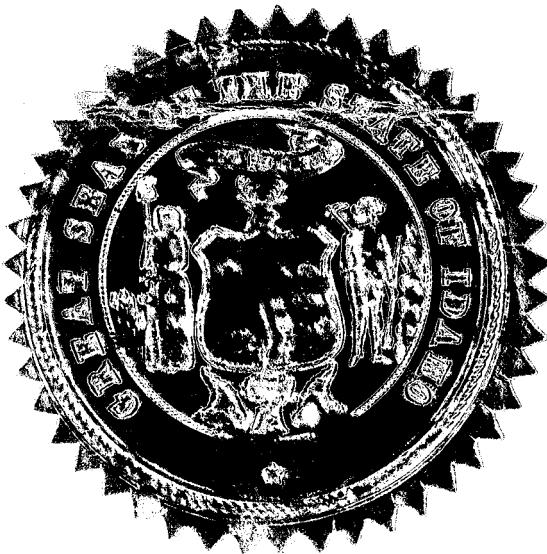
1. Exhibit A – Resolution is required regarding the sections to be included in the Application. This requires finalization of negotiations with Qwest and, based upon the outcome, a re-evaluation of the sections to be requested for addition to the Company's CC&N. The Application, as filed, overlaps Qwest's service area.
2. Letter to Qwest (dated February 4, 2003) – Qwest's response to this letter should be provided. Further, dependent upon the outcome of Item 1 above, a copy of a Qwest filing with the Commission requesting deletion of the sections in question, may need to be included with Midvale's Application.
3. Should resolution of Item 1 above result in a revision to the sections being requested for addition to Midvale's CC&N, all responses to Staff's Data Request 1 must be updated to reflect the impact of the revisions.
4. Response to Data Request RB 1.10 – Midvale has not indicated that it has a firm source of financing should its Application for a CC&N expansion be approved. Documentation from RUS indicating that funds are available upon approval of the Company's loan application should be included with the Application.
5. Page 2 – A descriptive summary of the findings from the "engineering and other studies" is not included with the Application.
6. Pages 2 and 3 – The Application does not include pertinent information in support of its ability to provide service in the requested sections such as 1) listing of required franchises/permits and projected dates for approval, 2) project timeline and dates by which the company commits to making service available, 3) results of preliminary engineering and descriptions of the plant to be placed and 4) a copy of a parallel Application for approval of financing.
7. An estimate of annual operating revenues and expenses that are expected to accrue from the proposed construction are not included.

# State of Idaho



## Department of State.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho and custodian of the Seal of said State, do hereby certify that the annexed is a full, true and complete transcript of articles of incorporation of MIDVALE TELEPHONE EXCHANGE, INCORPORATED, an Idaho corporation, received and filed in this office on the 19th day of March, 1959, at 4:00 o'clock P.M., as appears of record in this office.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Idaho.

Done at Boise, Idaho, this 4th day of

*Pete T. Cenarrusa* June A.D., 1968

Pete T. Cenarrusa

Secretary of State

*Margaret Lamorel*

Corporation Clerk



## CERTIFICATE OF INCORPORATION

ARNOLD WILLIAMS,

I, ~~JAS H. YOUNG~~ Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

### MIDVALE TELEPHONE EXCHANGE, INCORPORATED

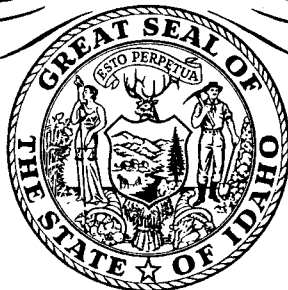
was filed in the office of the Secretary of State on the nineteenth day of March, A.D. One Thousand Nine Hundred Fifty-Nine, and duly recorded on Film No. 106 of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for perpetual existence from the date hereof, with its registered office in this State located at Midvale, in the County of Washington.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this 19th day of March, A.D., 1959.

Secretary of State.

# State of Idaho



## Department of State.

### Certificate

~~PETE T. CINARRUSA~~  
I, ~~ARNOLD WILLIAMS~~, Secretary of State of the State of Idaho, hereby certify that I am the legal custodian of the records of said State pertaining to all corporations, both foreign and domestic, which have qualified to do business under the general laws of the State of Idaho and pertaining to the present status and the right of such corporations to transact business in the State of Idaho.

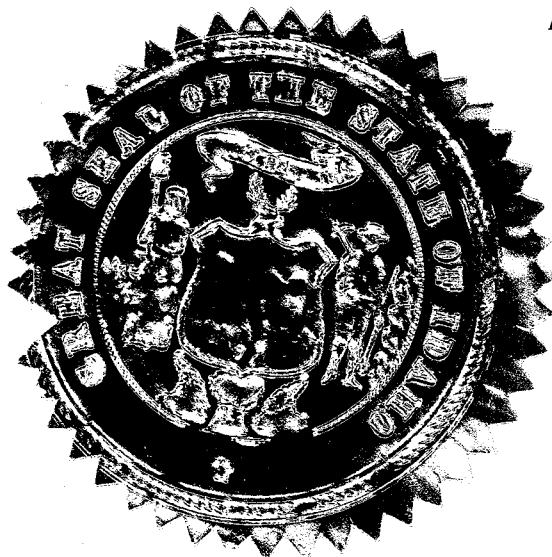
I FURTHER CERTIFY That the records of this office show that

MIDVALE TELEPHONE EXCHANGE, INCORPORATED

incorporated under the laws of the State of Idaho on the 19th day of March, 1959, with its principal place of business at Midvale, Washington County, Idaho

I FURTHER CERTIFY That said corporation has filed an annual statement and paid the corporation license tax for the fiscal year ending June 30, 19<sup>68</sup>, and that its permit to do business in this State has not been forfeited or cancelled at the date hereof.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Idaho. Done at Boise, the Capital of Idaho, this 4th day of June, in the Year of Our Lord One Thousand Nine Hundred and Sixty-eight.



Secretary of State

*Margaret Lawson*

ARTICLES OF INCORPORATION OF  
MIDVALE TELEPHONE EXCHANGE, INCORPORATED

\* \* \*

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of whom are full age, citizens of the United States and residents of the State of Idaho, have this day voluntarily associated ourselves together, and do hereby unite and associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho for the purposes hereinafter stated.

I

The name of this corporation shall be and is MIDVALE TELEPHONE EXCHANGE, INCORPORATED.

II

The term for which this corporation shall exist shall be perpetual.

III

The location and postoffice address of the registered office of this corporation in the State of Idaho is Midvale, Washington County, Idaho.

IV

The objects and purposes for which this corporation is formed shall be and are:

(a) To acquire, by purchase, lease or otherwise, construct, maintain, lease and operate telephone exchange systems, and public and private telephone lines, and in general to receive and transmit intelligence by electricity for all purposes and to do a telephone business within and without the State of Idaho, and to acquire, hold, use, sell and lease all rights, franchises, patents, machinery and apparatus pertaining to such business within and without the State of Idaho;

(b) To purchase, own, lease, hold, improve, sell and convey such real estate, and to construct, lease and maintain thereon such buildings or other improvements, as shall be necessary or proper for conducting the business of this corporation, either within or without the State of Idaho; and to buy, own, lease, improve, sell or convey such other real estate as shall be acquired by this corporation in the conduct of its business;

(c) To purchase, own, hold, vote, sell or hypothecate the stocks and bonds of other corporations and to take in the name of this corporation such stocks, bonds, mortgages, notes, deeds, conveyances or other evidence of indebtedness, ownership, title or security as may be acquired by this corporation in the usual and ordinary transaction of its business;

(d) To borrow money in the name of this corporation in such amounts as the stockholders or directors may determine and issue as evidence thereof notes, bonds or other evidence of indebtedness of this corporation, and to secure the payment of the same, when required, by mortgages, trust deeds, pledges, assignments or other conveyance of all or any portion of its property, real or personal;

(e) To acquire the good will, rights and property of any person, firm, association or corporation, and to pay for the same in cash, stocks, notes or bonds of this corporation or otherwise;

(f) To enter into, make, perform and carry out contracts of every kind and character with any person, firm, association or corporation;

(g) To carry out the objects and purposes for which this corporation is formed, as principal, agent or otherwise, to the same extent as natural persons might do;

(h) To conduct the business of this corporation as herein set out at any place or places within the State of Idaho or any other state, or territory of the United States, as the Board of Directors may from time to time determine;

(i) To carry on and promote any other business whatsoever which may seem to the officers or stockholders of this corporation capable of being carried on in connection with the foregoing objects and purposes, or calculated directly or indirectly to promote the interests of the



corporation or to enhance the value of its property, and generally to have, enjoy and exercise all the rights, powers and privileges which are now, or which may hereafter be, conferred upon corporations organized under the laws of Idaho;

(j) It is the intention of the incorporators of this company that the foregoing clauses shall be construed both as objects and powers and the foregoing enumeration of specific powers shall not be construed to limit or restrict in any manner the powers of the corporation, but that said corporation shall have power to do all and every thing necessary, suitable, convenient or proper for the accomplishment of any of its purposes or the attainment of any one or more of the objects herein enumerated or incidental to the powers herein named, or which shall at any time appear conducive or expedient for the protection or benefit of the corporation, and this to the same extent and as fully as natural persons might or could do.

#### V

The present estimated length of the telephone line or lines to be acquired and operated by said corporation is one hundred miles.

#### VI

The business of this corporation shall be managed and conducted by a board of three directors, the first board to be elected at the meeting of the shareholders of the corporation, and thereafter to be elected annually at the annual meeting of the shareholders.

#### VII

The articles of incorporation may be amended in any respect as may be provided by the laws of the State of Idaho, by a vote representing at least a majority of the outstanding stock, at a shareholders meeting especially called for that purpose, as provided by statute. The by-laws of the corporation may be amended and new by-laws adopted by the board of directors.

VIII

The shareholders of this corporation shall not be individually liable for the debts or obligations of the corporation.

IX

The corporation shall have a total authorized capital stock of \$25,000.00, divided into 250 shares of the par value of \$100.00 per share.

X

The names and postoffice addresses of the incorporators, together with the number of shares of stock subscribed by each, are as follows:

<u>Name</u>	<u>Address</u>	<u>No. Shares</u>
Verdie O. Williams	Midvale, Idaho	1
Charlotte Williams	Midvale, Idaho	1
Shirley Archer	Midvale, Idaho	1

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 19th day of March, 1959.

Verdie O. Williams

Charlotte Williams

Shirley Archer

STATE OF IDAHO            )  
                                  ) ss.  
County of Ada            )

On this 19th day of March, 1959, before me, the undersigned, a Notary Public in and for said State, personally appeared VERDIE O. WILLIAMS, CHARLOTTE WILLIAMS and SHIRLEY ARCHER, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

M. J. Lane  
Notary Public for Idaho  
Residence: Boise, Idaho

*Crossroads Ranch Phase 1*  
*Property Owners Association*  
P.O. Box 10,000 Prescott, Arizona 86304  
(928) 776-4479

Karen J. Williams  
Midvale Telephone Exchange, Inc.  
P.O. Box 7 2205 Keithley Creek Road  
Midvale, Idaho 83645



April 10, 2002

Re: Crossroads Ranch Communications Service

Dear Madam,

On behalf of the 40 members of Crossroads Ranch Phase 1 (CR1), I'm pleased to inform you that you can count on our full community support towards your endeavor to secure the rights to provide communications service for us at CR1 and our surrounding neighbors. We look forward to our first on-site meeting, which we hope can be set as soon as possible. Please contact me for any further information or instructions. In the interest of time feel free to utilize my e-mail mail address, Xroads1bud@cs.com.

Thank you for your interest in providing services in our area. Securing services has been a challenge for us in the past, and it's very encouraging to experience this positive encounter with the Midvale Telephone Exchange, Inc.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Bert R. Graves".

Bert (Bud) Graves  
On behalf of Board of Directors



# CROSSROADS RANCH II

## PROPERTY OWNERS ASSOCIATION

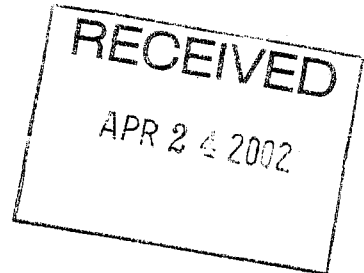
Board of Directors

c/o HOAMCO  
P.O. Box 10000  
531 Madison Street  
Prescott, AZ 86304 USA

Phone: 928-776-4479  
Fax: 928-776-0050  
Email: hoamco@hoamco.com

April 20, 2002

Karen J. Williams  
Midvale Telephone Exchange, Inc.  
P.O. Box 7  
2205 Keithley Creek Road  
Midvale, Idaho 83645 USA



Dear Karen,

The Board of Directors for Crossroads Ranch II Property Owners Association appreciates Midvale Telephone's interest in our subdivision. We voted to support your application to the Arizona Corporation Commission to service our area. The Board will obtain signatures of support from as many residents as possible and forward them to you.

The Board encourages Midvale Telephone to work with Bob Brandt (928-899-3237) to set up a community meeting so that the residents of Crossroads Ranch II can meet with you and obtain answers to any questions they may have. This meeting could also be used to collect signatures of residents to support your application.

Thank you again for your interest in the Crossroads Ranch II area. We look forward to working with you.

Sincerely,

Wanda Sicari  
President

Bob Brandt  
Vice-President

Bill Worthington  
Treasurer

Sandy Stamber  
Secretary

Ron Jackson  
Director

cc: Dale Bogue (HOAMCO)



# CROSSROADS RANCH II

## PROPERTY OWNERS ASSOCIATION

Board of Directors

c/o HOAMCO  
P.O. Box 10000  
531 Madison Street  
Prescott, AZ 86304 USA

Phone: 928-776-4479  
Fax: 928-776-0050  
Email: hoamco@hoamco.com

May 22, 2002

Karen J. Williams  
Midvale Telephone Exchange, Inc.  
P.O. Box 7  
2205 Keithley Creek Road  
Midvale, Idaho 83645 USA

Dear Karen,

It was good to meet you at the meeting with the Crossroads Ranch II residents at the Williamson Valley Fire Department on May 7<sup>th</sup>. We appreciate you taking the time to come meet with us and answer our questions. I think the meeting was very beneficial.

Enclosed are the signatures that have been collected from the Crossroads Ranch II residents in support of your application to the Arizona Corporation Commission. No additional names have been added to the list since the meeting since I have not had a chance to see any of the other residents. The signatures represented on this list account for 53% of the current residents but only 15% of the current property owners.

Please let us know if and when you need additional support from Crossroads Ranch II Property Owners Association. We will try to assist you however we can.

Thanks again for meeting with us and providing knowledgeable answers to all the questions.

Sincerely,

Sandy Stamper  
Secretary

cc: Dale Bogue (HOAMCO)



# CROSSROADS RANCH II

## PROPERTY OWNERS ASSOCIATION

Roads Committee

c/o Bob Brandt  
19200 N. Leisure Lane  
Prescott, AZ 86305 USA

Phone: 928-8993237

April 20, 2002

Karen J. Williams  
Midvale Telephone Exchange, Inc.  
P.O. Box 7  
2205 Keithley Creek Road  
Midvale, Idaho 83645 USA

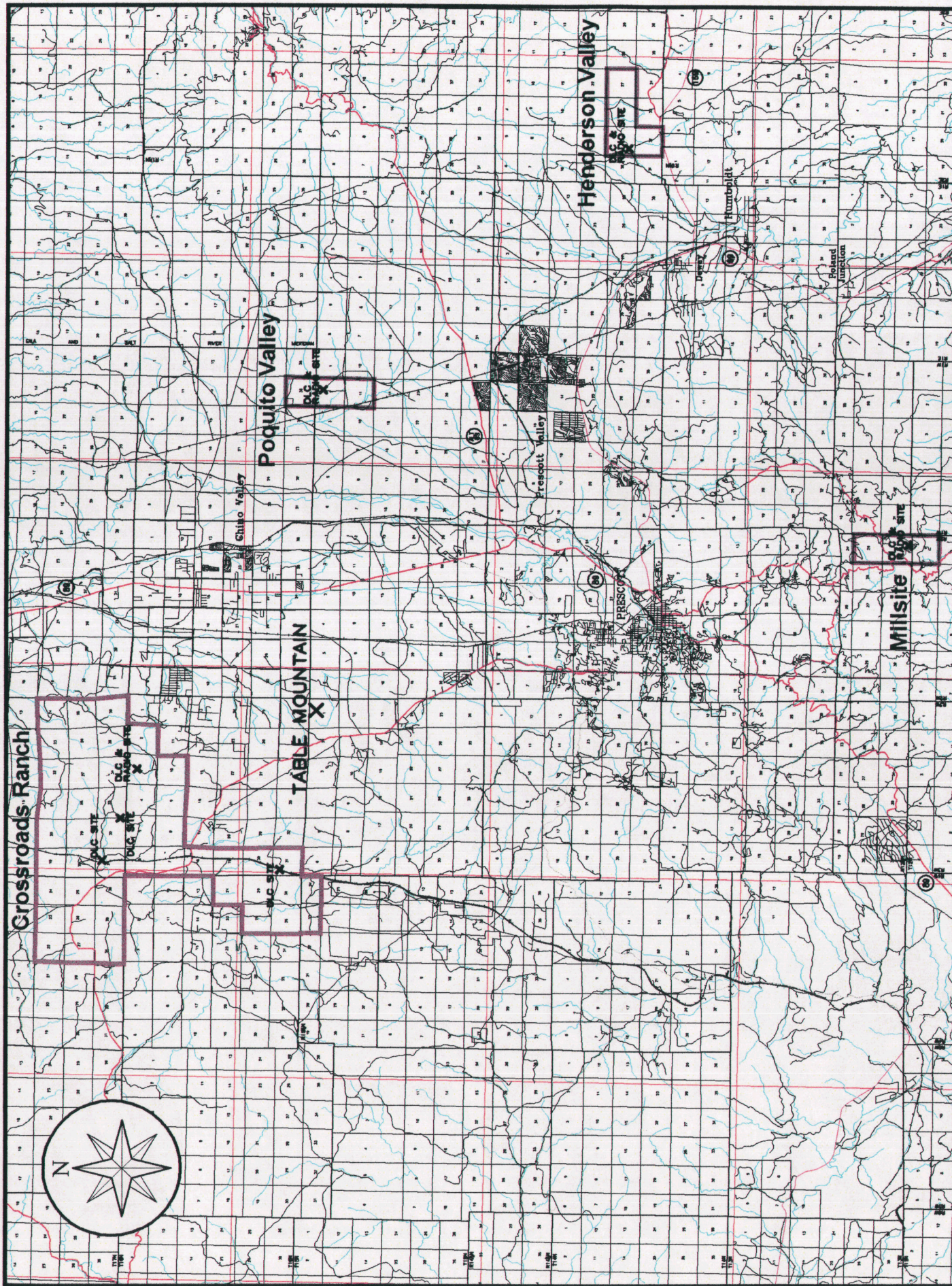
Dear Karen,

The following property owners of Crossroads Ranch II would like to support your application to the Arizona Corporation Commission to service our area with hard line phone service.

NAME & SIGNATURE		ADDRESS	PARCEL #
Print: Name:	PAUL GLINSKI	8201 W. RAMBLING	69
Signature:	Paul Glinski	PRESCOTT, AZ 86305	
Print: Name:	TOM RUSSELL	5900 W. DILLON WAY	102
Signature:	Tom Russell	PRESCOTT, AZ 86305	
Print: Name:	W.B. WINTHROP	8300 W. RAMBLING RD	38 & 113
Signature:	W.B. Winthrop	PRESCOTT, AZ 86305	
Print Name:	SANDRA JACKSON	7501 W. RAMBLING RD	77A
Signature:	Sandra Jackson	PRESCOTT, AZ 86305	
Print Name:	RONALD L. JACKSON	" "	77A
Signature:	R.L. Jackson	" "	
Print Name:	ARLEEN BROTHEN	17300 N Crossroads Ranch Rd	63B
Signature:	Arleen Brothen		
Print Name:	Barbara Sims	7501 W. DILLON WAY	49C
Signature:	Barbara Sims		
Print Name:	ELIZABETH WINTHROP	8300 W. RAMBLING RD	38
Signature:	Elizabeth Winthrop		
Print Name:	RONALD L. JACKSON	18000 CROSS RD RANCH	91
Signature:	Ronald L. Jackson	PRESCOTT, AZ 86305	
Print Name:	ROSEANNE CAMPBELL	15000 CROSS RD RANCH Rd	91
Signature:	Roseanne Campbell	PRESCOTT, AZ 86305	

NAME		ADDRESS	PARCEL #
Print Name:	Philip S. Fry	7600 W. Dillon Wash Rd.	Parcel 63A
Signature:	<i>[Signature]</i>	Prescott AZ 86305	
Print Name:	<del>Isabelle C</del>		
Signature:	<del>[Signature]</del>		
Print Name:	Brian Hague		
Signature:	<i>[Signature]</i>		
Print Name:	J.P. Skaffner	8151 W. Dillon Wash Rd.	42
Signature:	<i>[Signature]</i>	Prescott AZ	
Print Name:	SANDY SICARI	16500 N. PETROCOPH	135C
Signature:	Wanda E. Siani	Prescott AZ 86305	139
Print Name:	JOHN KRIEGER	17700 N. CROSSROADS RANCH RD	56
Signature:	<i>[Signature]</i>	Prescott AZ	57
Print Name:	Sam Luther	4500 Canyon Pkwy	
Signature:	<i>[Signature]</i>	Prescott	114A
Print Name:	Sam Luther	" "	
Signature:	<i>[Signature]</i>		
Print Name:	LINDA RUSSELL	5900 W. Dillon Wash Rd	
Signature:	Linda Russell	Prescott, AZ	102
Print Name:	JAMES R. PERKINS	6600 W. RAMBLING RD	
Signature:	James R. Perkins	Prescott, AZ 86305	80A
Print Name:	JOHN K. WRIGHT	5801 W. DILLON	
Signature:	<i>[Signature]</i>	WASH RD SR. 305	1012
Print Name:	Pamela M. Ooms	7200 W. Dillon Wash Rd	
Signature:	Pamela M. Ooms	Prescott AZ 86305	51
Print Name:	William J. Ooms	7200 W. Dillon Wash Rd.	
Signature:	W. J. Ooms	Prescott, AZ 86305	51
Print Name:	Wanda Sicari	16500 N. PETROCOPH	
Signature:	Wanda Siani	Prescott	139/138C
Print Name:	JOEY SICARI	" "	
Signature:	<i>[Signature]</i>		139/138C
Print Name:	KELLY HERBERT	1325 PAVAN CIRCLE	
Signature:	Kelly Herbert	Prescott, AZ 86305	141
Print Name:	Philip S. Fry	76	
Signature:	<i>[Signature]</i>		
Print Name:			
Signature:			





Scale: 1" = 4.5 miles

## MILLSITE EXCHANGE

Midvale Telephone Exchange, Inc.

Midvale's Amended Application

Docket No: T02532A-03-0017

Exhibit D

Milford Engineering Corp.  
Revised 3-13-03



Legal Description for Crossroads area of the Millsite Exchange  
(proposed)

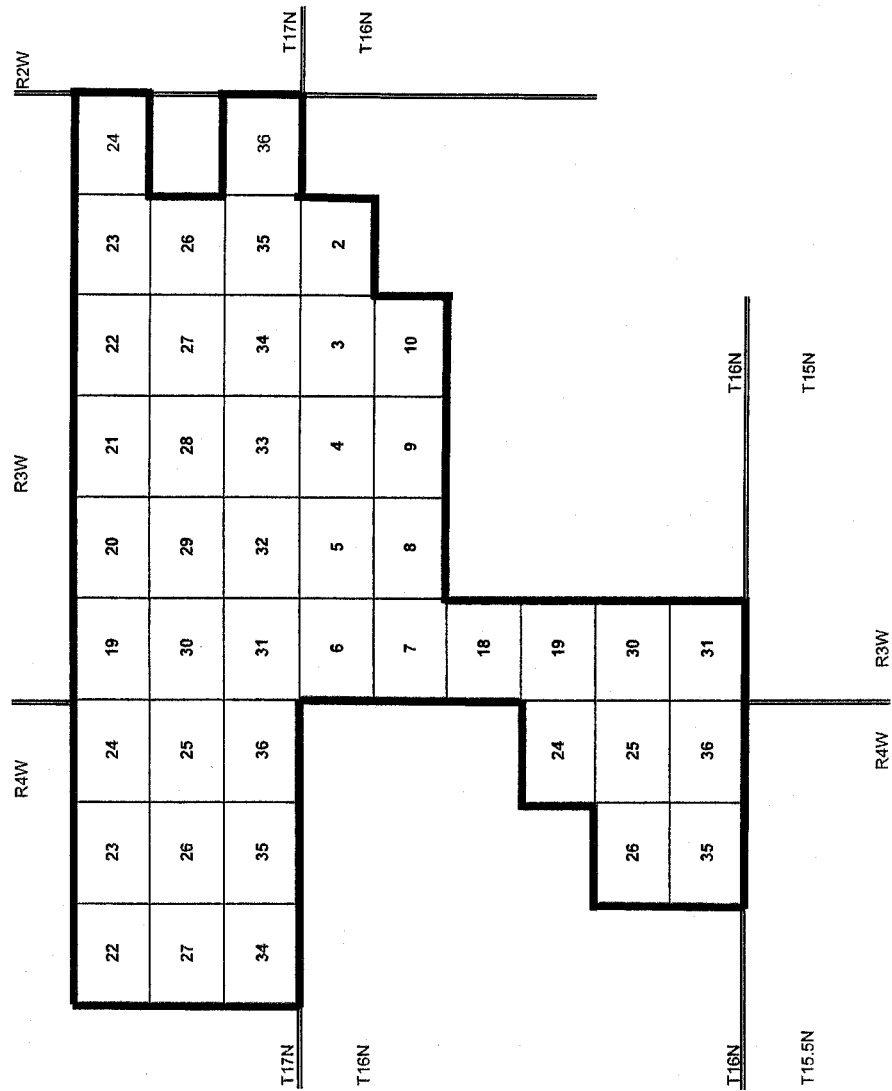
Crossroads subdivisions and Long Meadow subdivision

Beginning at the southwest corner of Section 35, T16N, R4W of the Gila and Salt River Base and Meridian, Yavapai County, Arizona;

Thence, North to the northwest corner of Section 26, T16N, R4W;  
Thence, East to the northwest corner of Section 25, T16N, R4W;  
Thence, North to the northwest corner of Section 24, T16N, R4W;  
Thence, East to the northwest corner of Section 19, T16N, R3W;  
Thence, North to the northwest corner of Section 6, T16N, R3W;  
Thence, West to the southwest corner of Section 34, T17N, R4W;  
Thence, North to the northwest corner of Section 22, T17N, R4W;  
Thence, East to the northeast corner of Section 24, T17N, R3W;  
Thence, South to the southeast corner of Section 24, T17N, R3W;  
Thence, West to the southwest corner of Section 24, T17N, R3W;  
Thence, South to the northwest corner of Section 36, T17N, R3W;  
Thence, East to the northeast corner of Section 36, T17N, R3W;  
Thence, South to the southeast corner of Section 36, T17N, R3W;  
Thence, West to the southeast corner of Section 35, T17N, R3W;  
Thence, South to the southeast corner of Section 2, T16N, R3W;  
Thence, West to the southeast corner of Section 3, T16N, R3W;  
Thence, South to the southeast corner of Section 10, T16N, R3W;  
Thence, West to the southeast corner of Section 7, T16N, R3W;  
Thence, South to the southeast corner of Section 31, T16N, R3W;

Thence, West to the beginning point being southwest corner of Section 35, T16N, R4W of the Gila and Salt River Base and Meridian, Yavapai County, Arizona.

**Noncontiguous area for Millsite, AZ**



Legal Description for Poquito Valley of the Millsite Exchange  
(proposed)

**Poquito Valley subdivision and Antelope Meadows subdivision**

**Beginning at the southwest corner of Section 11, T15N, R1W of the Gila and Salt River Base and Meridian, Yavapai County, Arizona;**

**Thence, North to the northwest corner of Section 35, T16N, R1W;**

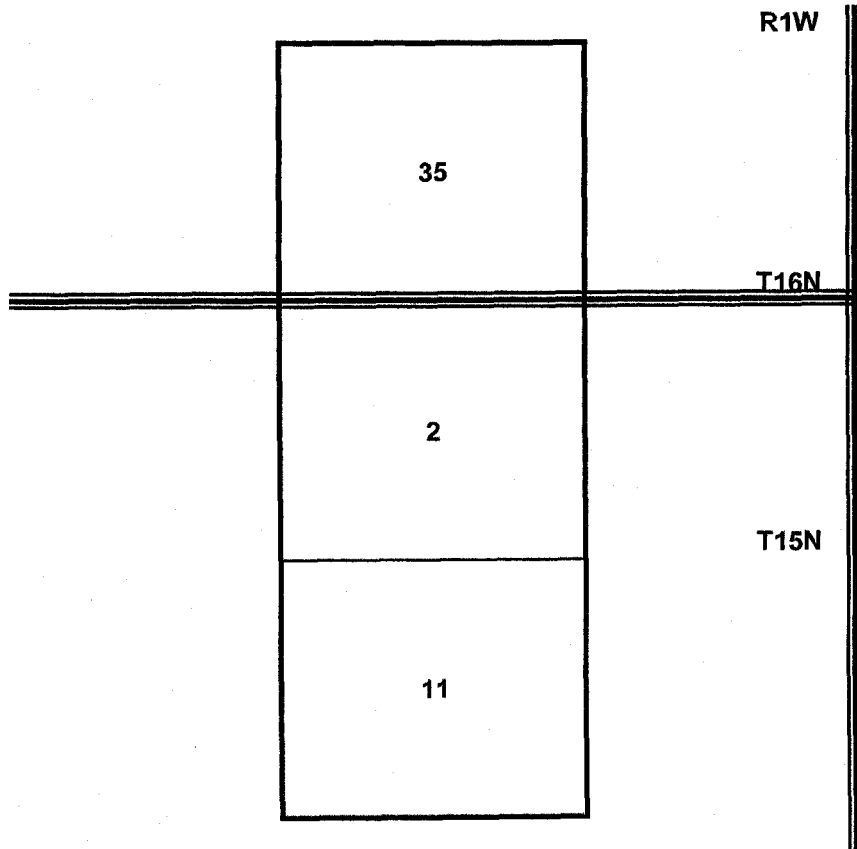
**Thence, East to the northeast corner of Section 35, T16N; R1W;**

**Thence, South to the southeast corner of Section 11, T15N, R1W;**

**Thence, West to the beginning point being southwest corner of Section 11, T15N, R1W of the Gila and Salt River Base and Meridian, Yavapai County, Arizona.**

**Midvale Telephone Exchange, Incorporated**  
*Proposed*  
**Poquito Valley Service Area**

**Noncontiguous area for Millsite, AZ**



**Engineering Design**

**Subscriber Forecast**

**Summary of Construction Costs**

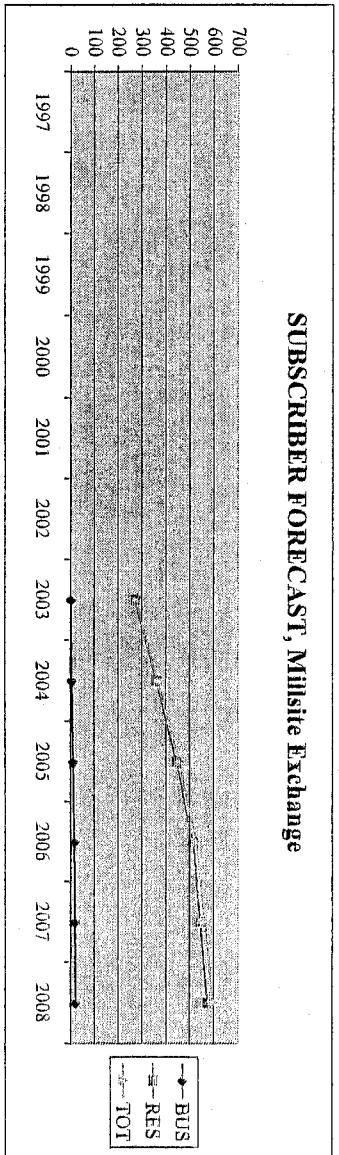
**Central Office Equipment**

**Electronic Equipment**

**Microwave Costs**

**Outside Plant**

# SUBSCRIBER FORECAST, Millsite Exchange



Crossroads Ranch Service Area				Henderson Valley Service Area				Millsite Service Area				TOTALS			
BUS	RES	TOI	SUB	BUS	RES	TOI	SUB	BUS	RES	TOI	SUB	YEAR	BUS	RES	TOI
0	0	0	0	1	56	57	57	1	215	216	216	2001	2	271	273
1	73	74	74	2	64	66	66	2	223	225	204	2002	5	360	365
3	93	96	96	3	72	75	75	2	231	233	205	2003	11	445	456
4	100	104	104	3	80	83	83	2	239	241	206	2004	16	513	529
5	107	112	112	4	88	92	92	2	247	249	207	2005	19	544	563
6	114	120	120	4	96	100	100	2	255	257	208	2006	21	575	596

## LOAN DESIGN YEAR BASIS

Poguita Valley Service Area				Henderson Valley Service Area				Millsite Service Area				TOTALS			
BUS	RES	TOI	SUB	BUS	RES	TOI	SUB	BUS	RES	TOI	SUB	YEAR	BUS	RES	TOI
0	0	0	0	1	56	57	57	1	215	216	216	2001	2	271	273
0	0	0	0	2	64	66	66	2	223	225	204	2002	5	360	365
3	49	52	52	3	72	75	75	2	231	233	205	2003	11	445	456
7	94	101	101	3	80	83	83	2	239	241	206	2004	16	513	529
8	102	110	110	4	88	92	92	2	247	249	207	2005	19	544	563
9	110	119	119	4	96	100	100	2	255	257	208	2006	21	575	596

## NEW SERVICE AREAS

Crossroads Ranch Service Area				Henderson Valley Service Area				Millsite Service Area				TOTALS			
BUS	RES	TOI	SUB	BUS	RES	TOI	SUB	BUS	RES	TOI	SUB	YEAR	BUS	RES	TOI
0	0	0	0	1	56	57	57	1	215	216	216	2001	2	271	273
0	0	0	0	2	64	66	66	2	223	225	204	2002	5	360	365
3	49	52	52	3	72	75	75	2	231	233	205	2003	11	445	456
7	94	101	101	3	80	83	83	2	239	241	206	2004	16	513	529
8	102	110	110	4	88	92	92	2	247	249	207	2005	19	544	563
9	110	119	119	4	96	100	100	2	255	257	208	2006	21	575	596

# SUMMARY OF CONSTRUCTION COSTS

Rev. 3-16-03

EXCHANGE	LAND	BLDG	COE	LOCAL CARRIER	TOLL CARRIER	LOCAL MICROWAVE	TOLL OSP	LOCAL OSP	TOTAL
MILLSITE AZ			71,744	200,000		258,500		1,029,403	1,559,647
TOTALS	0	0	71,744	200,000	0	258,500	0	1,029,403	1,559,647

Total Labor and Materials	1,559,647
Permits	35,000
Preloun Engineering	5,000
Postloan Engineering	311,929
TOTAL ESTIMATE	1,911,576

CENTRAL OFFICE EQUIPMENT  
Rev. 3-16-03

	LINE	
<u>CENTRAL OFFICE</u>	<u>ADDITION</u>	<u>TOTALS</u>
MILL SITE, AZ	71,744	71,744

NOTES:

1. Millsite will need a 350 line addition.



**ELECTRONIC EQUIPMENT**  
Rev. 3-16-03

<u>EXCHANGE</u>	<u>CO</u> <u>EQUIP</u>	<u>REMOTE</u> <u>EQUIP</u>	<u>TOTALS</u>
MILLSITE, AZ, All Local			
CO Addition (Note 2)	50,000		50,000
Crossroads Ranch, 3 remotes		90,000	90,000
Long Meadow, 1 remote		30,000	30,000
Rancho Diamante, 2 remotes		0	0
Poquito Valley, 1 remote		30,000	30,000
Breezy Pine, 1 remote		0	0
	<u>50,000</u>	<u>150,000</u>	<u>200,000</u>
Total Millsite	50,000	150,000	200,000

NOTES:

1. Millsite CO addition includes cost of carrier at Table Mountain.

# MILLSITE EXCHANGE

## Microwave Costs

Rev. 3-16-03

### Crossroads Ranch

1	35' monopole tower	1 ea	8,500	8,500	
2	4' parabola, w/ waveguide	1 ea	3,500	3,500	
3	6 GHz HS Terminal	1 ea	27,000	27,000	
4	Cabinet	1 ea	12,500	12,500	
5	Installation & materials	1 lot	35,000	<u>35,000</u>	86,500

### Table Mountain

3	8' parabola, w/ waveguide	1 ea	7,500	7,500	
4	6' parabola, w/ waveguide	1 ea	6,500	6,500	
5	6 GHz HS Terminal	2 ea	27,000	54,000	
6	Installation & materials	1 lot	17,500	<u>17,500</u>	85,500

### Poquito Valley

1	35' monopole tower	1 ea	8,500	8,500	
2	4' parabola, w/ waveguide	1 ea	3,500	3,500	
3	6 GHz HS Terminal	1 ea	27,000	27,000	
4	Cabinet	1 ea	12,500	12,500	
5	Installation & materials	1 lot	35,000	<u>35,000</u>	86,500

=====

**Total microwave 258,500**

# MILLSITE EXCHANGE

## Microwave Costs

Rev. 3-16-03

### Crossroads Ranch

1	35' monopole tower	1 ea	8,500	8,500	
2	4' parabola, w/ waveguide	1 ea	3,500	3,500	
3	6 GHz HS Terminal	1 ea	27,000	27,000	
4	Cabinet	1 ea	12,500	12,500	
5	Installation & materials	1 lot	35,000	<u>35,000</u>	86,500

### Table Mountain

3	8' parabola, w/ waveguide	1 ea	7,500	7,500	
4	6' parabola, w/ waveguide	1 ea	6,500	6,500	
5	6 GHz HS Terminal	2 ea	27,000	54,000	
6	Installation & materials	1 lot	17,500	<u>17,500</u>	85,500

### Poquito Valley

1	35' monopole tower	1 ea	8,500	8,500	
2	4' parabola, w/ waveguide	1 ea	3,500	3,500	
3	6 GHz HS Terminal	1 ea	27,000	27,000	
4	Cabinet	1 ea	12,500	12,500	
5	Installation & materials	1 lot	35,000	<u>35,000</u>	86,500
					=====

Total microwave 258,500

OUTSIDE PLANT COSTS  
NEW SERVICE AREAS FOR MILLSITE  
Rev. 3-14-03

Sheet 9 of ###

Crossroads Ranch Service Area

Crossroads Ranch Ranch Subdivision

<u>FACILITY</u>		<u>QTY (FT)</u>	<u>UNIT COST</u>	<u>EXT. COST</u>
UF 25-24D		27,225	1.05	28,620
50-24D		14,850	1.34	19,918
BFC 25-24		75,900	2.10	159,580
50-24		21,450	2.39	51,319
75-24		28,050	2.68	75,244
100-24D		2,475	2.03	5,024
SEBP 6-24	86 drops	12,900	1.89	24,317
BFO 12D		2,475	1.45	3,589
UO 12D		<u>42,075</u>	1.20	<u>50,332</u>
		<b>182,850 FT</b>		<b>417,943</b>
		<b>34.63 MI</b>		

Long Meadow

<u>FACILITY</u>		<u>QTY (MI)</u>	<u>UNIT COST</u>	<u>EXT. COST</u>
BFC 25-24		20,350	2.10	42,786
75-24		2,750	2.68	7,377
150-24		4,500	2.68	12,071
SEBP 6-24	31 drops	7,750	1.89	14,609
BFO 12		<u>42,768</u>	2.25	<u>96,121</u>
		<b>78,118 FT</b>		<b>172,964</b>
		<b>14.80 MI</b>		

<b>TOTAL CROSSROADS SERVICE AREA</b>	<b>260,968 FT</b>	<b>590,906</b>
	<b>49.43 MI</b>	

OUTSIDE PLANT COSTS  
NEW SERVICE AREAS FOR MILLSITE  
Rev. 3-14-03

Sheet 10 of ###

Poquito Valley Service Area

<u>Poquito Valley</u>				
<u>FACILITY</u>		<u>QTY (FT)</u>	<u>UNIT COST</u>	<u>EXT. COST</u>
BFC	25-24	27,984	2.10	58,836
	50-24	24,288	2.39	58,109
	75-24	17,424	2.68	46,740
	75-24D	6,336	1.89	11,943
	100-24D	13,200	2.03	26,796
SEBP	6-24	60 drops	1.89	16,965
		98,232 FT		219,390
		18.60 MI		

Antelope Meadows

BFC	25-24	27,984	2.10	58,836
	50-24	24,288	2.39	58,109
	75-24	17,424	2.68	46,740
	75-24D	6,336	1.89	11,943
	100-24D	13,200	2.03	26,796
SEBP	6-24	59 drops	1.89	16,682
		98,082 FT		219,107
		18.58 MI		

TOTAL POQUITO VALLEY SERVICE AREA	196,314 FT	438,497
	37.18 MI	

TOTAL NEW SERVICE AREAS	236 drops	457,282 FT	1,029,403
		86.61 MI	

Public  
Works  
Laura Sano  
Introductory

FEE
\$8
\$5
\$1
\$

3476421 BK 3940 PG 449  
Yavapai County  
Patsy Jenney-Colon, Recorder  
07/09/2002 10:34A PAGE 1 OF 6  
YAVAPAI CO PUBLIC WORKS  
RECORDING FEE 0.00  
SURCHARGE 0.00  
POSTAGE 0.00

BEFORE THE BOARD OF SUPERVISORS  
OF

YAVAPAI COUNTY, ARIZONA

In the Matter of the Application of )  
Midvale Telephone Exchange, Inc. )  
FRANCHISE )  
for a telephone franchise )

WHEREAS Midvale Telephone Exchange, Inc. filed its application pursuant to A.R.S. §40-283, for a franchise to construct and/or maintain and operate telephone lines for a period of fifteen (15) years, along, upon, under and across public highways, roads, alleys and thoroughfares (excepting State Highways) within that portion of Yavapai County, Arizona, described as follows:

EXHIBIT A

Legal Description  
Midvale Telephone Exchange, Inc.

Area One - known as Mill Site:

Beginning at the southeast corner of Section 1, T12N, R2W of the Gila and Salt River Base and Meridian, Yavapai County, Arizona;

Thence, West to the southwest corner, Section 1, T12N, R2W;  
Thence, North to the northwest corner, Section 25, T12.5N, R2W;  
Thence, East to the northeast corner, Section 25, T12.5N, R2W;  
Continuing, East to the northeast corner, Section 30, T12.5N, R1W;  
Thence, North to the northwest corner, Section 20, T12.5N, R1W;  
Thence, East to the northeast corner, Section 20, T12.5N, R1W;  
Thence, North to the northwest corner, Section 33, T13N, R1W;  
Thence, East to the northeast corner, Section 33, T13N, R1W;  
Thence, South to the southeast corner, Section 33, T13N, R1W;  
Thence, West to the southwest corner, Section 33, T13N, R1W;  
Thence, South to the southeast corner, Section 20, T12.5N, R1W;  
Thence, West to the southwest corner, Section 20, T12.5N, R1W;

Thence, South to the southeast corner, Section 20, T12.5N, R1W;  
Thence, West to the southwest corner, Section 30, T12.5N, R1W;  
Thence, South to the point of beginning, being the southeast corner, Section 1, T12N, R2W of the Gila and Salt River Base and Meridian, Yavapai County, Arizona.

Area Two - known as Crossroads, Long Meadow and Diamonte Ranches:

Beginning at the southeast corner of Section 2, T15N, R4W of the Gila and Salt River Base and Meridian, Yavapai County, Arizona;

Thence, West to the southwest corner of Section 4, T15N, R4W;  
Thence, North to the northwest corner of Section 33, T15.5N, R4W;  
Thence, East to the northwest corner of Section 34, T15.5N, R4W;  
Thence, North to the northwest corner of Section 27, T15.5N, R4W;  
Thence, East to the northwest corner of Section 26, T15.5N, R4W;  
Thence, North to the northwest corner of Section 26, T16N, R4W;  
Thence, East to the northwest corner of Section 25, T16N, R4W;  
Thence, North to the northwest corner of Section 24, T16N, R4W;  
Thence, East to the northwest corner of Section 19, T16N, R3W;  
Thence, North to the northwest corner of Section 6, T16N, R3W;  
Thence, West to the southwest corner of Section 34, T17N, R4W;  
Thence, North to the northwest corner of Section 22, T17N, R4W;  
Thence, East to the northeast corner of Section 24, T17N, R3W;  
Thence, South to the southeast corner of Section 36, T17N, R3W;  
Thence, West to the southeast corner of Section 35, T17N, R3W;  
Thence, South to the southeast corner of Section 2, T16N, R3W;  
Thence, West to the southeast corner of Section 3, T16N, R3W;  
Thence, South to the southeast corner of Section 10, T16N, R3W;  
Thence, West to the southeast corner of Section 7, T16N, R3W;  
Thence, South to the southeast corner of Section 31, T16N, R3W;  
Thence, West to the southwest corner of Section 31, T16N, R3W;  
Thence, South to the southeast corner of Section 24, T15.5N, R4W;  
Thence, West to the southeast corner of Section 23, T15.5N, R4W;  
Thence, South to the beginning point being southeast corner of Section 2, T15N, R4W of the Gila and Salt River Base and Meridian, Yavapai County, Arizona.

which area is not within the limits of any incorporated city or town, and,

WHEREAS, this is the time and place set for hearing of said application and due and regular notice was given by publication of notice once a week for three consecutive weeks prior to this time of hearing and proof of publication has been filed herein, and

WHEREAS, all protests to granting such application have been considered, the Board of Supervisors of Yavapai County, Arizona, hereby grants to the Midvale Telephone Exchange, Inc. the right, privilege, license and franchise to construct, maintain and operate telephone delivery systems for a period of fifteen (15) years from the date hereof, along, upon, under and across the public highways of Yavapai County, Arizona, within the above described area of Yavapai County, which area is not within the limits of any incorporated city or town, upon the following terms and conditions:

#### RESTRICTIONS AND LIMITATIONS

1. All rights and privileges hereunder are granted under the express condition that the Board of Supervisors shall have the power at any time to impose such additional and further restrictions and limitations and to make such regulations on such highways, roads, thoroughfares, alleys, and public ways as may be deemed best for the public safety, welfare and convenience. No construction of improvements within a County road right-of-way shall be made without a permit from the Yavapai County Engineer first being obtained.

2. Grantor will notify Grantee if Grantor determines that any lines are located at a depth which interferes with road maintenance. Any such lines shall be buried at a sufficient depth upon receipt of notice. In the event that telephone lines must be relocated due to road construction or because of inadequate depth, the Grantee shall bear the cost of such relocation.

3. All rights and privileges hereunder shall be exercised so as to not interfere or conflict with any easements or rights-of-way heretofore granted by said Board of Supervisors and now in force.

4. All equipment and facilities constructed, installed, erected, used and maintained under this franchise shall in all respects be adequate, sufficient and substantial in design and workmanship and shall be so located, erected and maintained so as not to interfere with the free and full use and enjoyment of the public and so not to endanger life or property.

5. All rights and privileges hereunder shall be exercised so as not to interfere or conflict with any easement, either public or private, of whatsoever nature, which has been acquired



in or to the proper use of said highways, roads, thoroughfares, alleys and public ways, or any portion thereof.

6. Grantee shall bear all expenses, including damages and compensation to any aggrieved third parties, incurred or expended for the alteration of the course, direction, surface, grade or alignment of any of the said highways, roads, thoroughfares, alleys, and public ways necessarily made by or for Grantee for the purpose of exercising any right under this franchise, and said Grantee shall indemnify and hold harmless the County of Yavapai and the Board of Supervisors thereof from any and all suits, claims, damages and judgments resulting from injuries to persons or property due to the placing, location and maintenance of equipment and facilities upon, in or under the provisions hereof. Grantee shall maintain its equipment and facilities at its own cost and expense and will make all necessary repairs from time to time as the same may be needed without the necessity of notice from Yavapai County.

7. The Grantee shall be required to secure and maintain in force for the duration of the franchise general comprehensive liability insurance insuring against all damages charged to the County or the Grantee resulting from the installation, development, maintenance or expansion of the Grantee's system, as follows:

(a) Five Hundred Thousand Dollars (\$500,000) for bodily injury or death to any one person with an aggregate limit for any one occurrence of One Million Dollars (\$1,000,000) for bodily injury or death.

(b) Two Hundred Fifty Thousand Dollars (\$250,000) for property damage resulting from any one accident.

(c) Fifty Thousand Dollars (\$50,000) for all other types of liability.

Yavapai County, Arizona, shall be named on the aforesaid policy as a coinsured, or added thereon by endorsement as a named insured. A certificate of insurance as well as a copy of the policy shall be filed with the Public Works Director. The certificate shall provide that if the policy shall be cancelled by the insurance company or the Grantee during the term of the policy, ten (10) days written notice prior to the effective date of such cancellation shall be given the Public Works Director of Yavapai County, Arizona.

8. This franchise shall not be deemed to be exclusive and the Board of Supervisors hereby expressly reserves the right and power from time to time to grant similar franchises and privileges over the same territory and highways, roads, thoroughfares, alleys, and public ways.

9. Grantee certifies that all telephone operations shall be supervised by a duly authorized local operator, whose name, address, and phone number shall be kept in the records of the Public Works Director. Grantee shall notify the Public Works Director of any operator changes.

10. Grantee shall notify the Public Works Director of any assignment of this franchise, including assignee's name, address and phone number.

11. Grantee shall apply for renewal of this franchise not less than sixty (60) days prior to its expiration. In the event required notice, public hearings and official action cannot be taken prior to expiration due to no fault of Grantee, this franchise shall continue until final action by Grantor has been taken.

12. This franchise is granted upon the express condition subsequent that a Certificate of Convenience and Necessity be procured from the Arizona Corporation Commission within six months from the date of granting of this franchise; and if such Certificate is not granted within six months from said date, then this franchise to be void, otherwise to be in full force and effect for the time herein specified.

Dated: July 1, 2002

ATTEST:

*Jana S. Street*  
Chairman, Board of Supervisors

*[Signature]*  
Clerk, Board of Supervisors

ACCEPTANCE OF LICENSE

TO: The Clerk of the Board of Supervisors of Yavapai County

Pursuant to the Order of the Board of Supervisors of Yavapai County dated July 1, 2002

Midvale Telephone Exchange, Inc.

hereby accepts the license to construct and/or operate a telephone franchise within the authorized service area and under the terms specified in the license.

Dated this 1<sup>st</sup> day of July 2002.

This franchise agreement shall expire on July 1, 2017

By

Its:

**SEAL**

STATE OF Idaho )  
~~ARIZONA~~ )

COUNTY OF Washington ) ss.  
~~YAVAPAI~~ )

SUBSCRIBED AND SWORN TO before me by Karen J. Williams  
this 18<sup>th</sup> day of June, 2002.

Lynora Behman  
Notary Public

My Commission Expires:

4-14-2003



# Yavapai County

## Development Services Department

### Planning & Design Review

Permitting & Compliance / Planning & Design Review / Flood Control  
500 S. Marina Street, Prescott, AZ. 86303 / 10 S. 6<sup>th</sup> Street, Cottonwood, AZ. 86326  
(928) 771-3214 (928) 639-8151

---

February 27, 2003

Mr. Dennis Farrington  
Midvale Telephone Exchange  
PO Box 47  
Pomerene, AZ 85627

Re: Application status for 30' wireless communication tower on Table Mountain

Dear Mr. Farrington:

We are pleased to inform you that your application for the placement of a thirty (30) foot microwave tower on Table Mountain has been approved, contingent on several stipulations. Your application was reviewed by the Planning, Land Use, and Design Review Units, who have collectively determined that the proposed facility meet the minimum requirements set forth in the Yavapai County Wireless Communications Facilities Ordinance.

The stipulations concerning your approved application are as follows:

1. A building permit for the wireless facility shall be obtained no later than Friday, February 27, 2004.
2. The building permit shall be issued to the applicant on a non-transferable basis.
3. The tower and antennae shall be coated with a non-reflective color material.
4. Construction of the wireless facility shall be fully consistent with the submitted site plan.
5. The Planning and Design Review Division shall receive a copy of the license granted by the Federal Communications Commission, prior to issuance of the building permit.
6. The tower and antennae shall be removed, at the owner's expense, within one hundred eighty (180) days if not used for a permanent use within that time.
7. The administrative review approval shall be granted for ten (10) years with Staff review after five (5) years.

Thank you for your application and your cooperation. Please let us know if we could be of further assistance in the future.



*Yavapai County  
Development Services Department*

Permitting & Compliance / Planning & Design Review / Flood Control  
500 S. Marina Street, Prescott, AZ. 86303 / 10 S. 6<sup>th</sup> Street, Cottonwood, AZ. 86326  
(520) 771-3214 (520) 639-8151

October 10, 2002

Ms. Karen Williams  
P.O. Box 7  
Midvale, Idaho 83645



**RE:** Use Permit; APN 402-15-020; HA# H2097

Dear Ms. Williams:

The following outlines the disposition of hearing concerning the above referenced application. Please keep this letter for future reference.

**Agent:** Midvale Telephone Exchange  
**Project:** Mill Site Henderson Ranch Monopole  
**Request:** Consideration of a Use Permit to allow the installation and operation of a forty foot monopole with a four foot diameter microwave dish on a parcel currently zoned RCU-2A (Rural Residential; two acre minimum) in order to provide telephone service to the Henderson Valley Ranch and White Horse Ranch service area in Yavapai County, Arizona. Located .54 mile southwest of the intersection of Rabbit Ridge Road and Leprechaun Road, .5 mile northwest of the intersection of Leprechaun Road and Yarber Court, 375 feet west of the intersection of Yarber Court and Yarber Wash Road, .8 miles northwest of the intersection of Yarber Wash Road and Old Cherry Road, .25 miles north of the intersection of Old Cherry Road and S.R. 169 approximately 4.9 miles east of the intersection of S.R. 69 and 169 in Dewey, Arizona. Dewey, Arizona. SEC 28 TWP 14N RNG 02E G&SRB&M

**P&Z RECOMMENDATION:** On September 4, 2002, the Planning and Zoning Commission recommended unanimous approval of H2097, Use Permit with the following stipulations:

1. *Use Permit shall be granted on a 10 year, transferable basis, with Staff review after 5 years and with staff notification prior to transfer.*
2. *The maximum height of the tower, including base, platform and antennae, not to exceed 40 feet above grade level.*
3. *That the one-to-one setback requirement be waived by the Board of Supervisors upon receipt of a certified Engineer's letter stating that in case of collapse the tower would be contained on site per Section 122 - I - 1to4.*
4. *Development shall be in conformance with the site plan and specifications dated July*

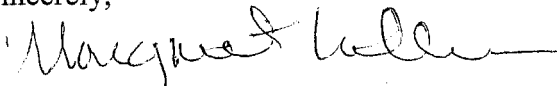
22, 2002, with the tower and dish painted a non-reflective grey-brown color in order to match the existing natural environment.

5. Waiver of Planning and Zoning Ordinance Section 122G.1.g. requirement that no wireless communication facilities within 1000 feet of residences.
6. Pursuant to Section 108-J, Yavapai County Zoning Ordinance, permittees must obtain building permits/Zoning clearance, within one (1) year from the permit date and diligently pursue completion. Failure of such shall void the permit unless a longer time has been granted or an extension of time has been applied for with the Board of Supervisors prior to the expiration of the one (1) year period.
7. Prior to issuance of Building Permit/ Zoning Clearance, financial assurances shall be posted by the applicant for the occurrence or possible need for removal of the tower. The communication tower shall be removed from the property, at the owner's expense, within one hundred eighty (180) days if it becomes unused or obsolete.
8. Applicant to provide certification that the 40 foot monopole is not co-locatable and will execute a written co-location agreement on a form approved by the County Attorney that provides for the information as set out in the Wireless Plan, prior to issuance of Building Permits/Zoning Clearances.
9. Certificate of Compliance to be issued within on year.

**BOS ACTION:** On October 7, 2002 the Board of Supervisors unanimously approved the Use Permit as recommended by the Planning and Zoning Commission.

If you have any questions regarding compliance with these conditions, please do not hesitate to contact me or Yavapai County Senior Zoning Inspector, Steve Mauk.

Sincerely,



Margaret Collison, Planner  
Yavapai County Development Services  
Planning and Design Review  
Phone (520) 771-3217 Fax 771-3432  
e-mail – margaret.collison@co.yavapai.az.us

Copy: Elise Link, Planning Manager  
Steve Mauk, Senior Zoning Inspector



*Yavapai County*  
*Development Services Department*

Permitting & Compliance / Planning & Design Review / Flood Control  
500 S. Marina Street, Prescott, AZ. 86303 / 10 S. 6<sup>th</sup> Street, Cottonwood, AZ. 86326  
(520) 771-3214 (520) 639-8151

---

October 10, 2002

Ms. Karen Williams  
P.O. Box 7  
Midvale, Idaho 83645

**RE: Use Permit; APN 402-15-018L; HA# H2098**

Dear Ms. Williams:

The following outlines the disposition of hearing concerning the above referenced application. Please keep this letter for future reference.

**Agent:** Midvale Telephone Exchange  
**Project:** Mill Site Henderson Ranch Switching Equipment Building  
**Request:** Consideration of a Use Permit to allow the construction and operation of a 20' x 30' building on a two acre parcel currently zoned RCU-2A (Rural Residential; two acre minimum) for the purpose of housing switching equipment required for providing telephone service to the Henderson Valley Ranch / Mill Site service area in Yavapai County, Arizona. Located 200 feet west of the intersection of Roper Way and Hidden Valley way, .25 mile north of the intersection of Hidden Valley Way and Purple Sage, 350 feet east of the intersection of Purple Sage Trail and Ambassador Drive, 1.2 miles north of the intersection of Ambassador Drive and Old Cherry Road, .36 miles north of the intersection of Old Cherry Road and S.R. 169 approximately 4.9 miles east of the intersection of S.R. 69 and 169 in Dewey, Arizona. Situs: 17710 East Roper Way, Dewey, Arizona. SEC 28 TWP 14N RNG 02E G&SRB&M

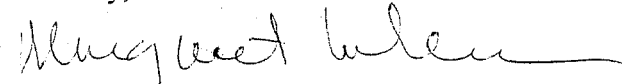
**P&Z RECOMMENDATION:** On September 4, 2002, the Planning and Zoning Commission recommended unanimous approval of H2098, Use Permit with the following stipulations:

1. Use Permit to be approved on a permanent-transferable basis in accordance with the site plan, to allow the construction of an phone system equipment storage building as presented on the site plan and in accordance with the Letter of Intent submitted July 22, 2002.
2. All outdoor storage to be defined to an area as depicted on the site plan.
3. Screening of outside storage to be provided in accordance with Section 108-B/ H.

**BOS ACTION:** On October 7, 2002 the Board of Supervisors unanimously approved the Use Permit as recommended by the Planning and Zoning Commission.

If you have any questions regarding compliance with these conditions, please do not hesitate to contact me or Yavapai County Senior Zoning Inspector, Steve Mauk.

Sincerely,



Margaret Collison, Planner  
Yavapai County Development Services  
Planning and Design Review  
Phone (520) 771-3217 Fax 771-3432  
e-mail – [margaret.collison@co.yavapai.az.us](mailto:margaret.collison@co.yavapai.az.us)

Copy: Elise Link, Planning Manager  
Steve Mauk, Senior Zoning Inspector





## Yavapai County Development Services Department

Permitting & Compliance / Planning & Design Review / Flood Control  
500 S. Marina Street, Prescott, AZ. 86303 / 10 S. 6<sup>th</sup> Street, Cottonwood, AZ. 86326  
(520) 771-3214 (520) 639-8151

---

October 9, 2002

Ms. Karen Williams  
P.O. Box 7  
Midvale, Idaho 83645

**RE: Use Permit; APN 205-14-143; HA# H2099**

Dear Ms. Williams:

The following outlines the disposition of hearing concerning the above referenced application. Please keep this letter for future reference.

**Applicant:** Steve Gilbert, Property Owner  
**Agent:** Midvale Telephone Exchange  
**Project:** Mill Site Mountain Pine Wireless Monopole  
**Request:** Consideration of a Use Permit to erect and operate a 40' monopole tower mounted with a four foot diameter microwave dish on Lot 19 of the Mountain Pine Acres subdivision for the purpose of providing land line telephone service to the areas of Mountain Pine Acres, Mountain Glenn, Potato Patch, Misty Mountain Loop, Mill Site Village and Hoot Owl zoned RCU-2A (Rural Residential; two acre minimum) in Yavapai County, Arizona. Located .2 mile south of the intersection of Hassayampa Circle and Wiggler Road, .5 mile east of the intersection of Wiggler Road and Old Senator Highway, approximately 4.3 miles south of Prescott, Arizona on Old Senator Highway. (Lot 19, Mountain Pines Acres.) SEC 36 TWP 12N RNG 02W G&SRB&M

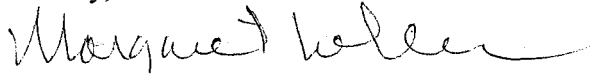
**P&Z RECOMMENDATION:** On September 4, 2002, the Planning and Zoning Commission recommended unanimous approval of H2097, Use Permit with the following stipulations:

1. Use Permit shall be granted on a 10 year, transferable basis, with Staff review after 5 years and with staff notification prior to transfer.
2. The maximum height of the tower, including base, platform and antennae, not to exceed 40 feet above grade level.
3. That the one-to-one setback requirement be waived by the Board of Supervisors upon receipt of a certified Engineer's letter stating that in case of collapse the tower would be contained on site per Section 122 - I - 1to4
4. Waiver of Planning and Zoning Ordinance Section 108-M-3 requirement of 50 foot right-of-way on either side of the Section Line that runs through the property.

5. *Development shall be in conformance with the site plan and specifications dated July 22, 2002, with the tower and dish painted a non-reflective grey-brown color in order to match the existing natural environment.*
6. *Waiver of Planning and Zoning Ordinance Section 122G.1.g. requirement that no wireless communication facilities within 1000 feet of residences.*
7. *Pursuant to Section 108-J, Yavapai County Zoning Ordinance, permittees must obtain building permits/Zoning clearance, within one (1) year from the permit date and diligently pursue completion. Failure of such shall void the permit unless a longer time has been granted or an extension of time has been applied for with the Board of Supervisors prior to the expiration of the one (1) year period.*

If you have any questions regarding compliance with these conditions, please do not hesitate to contact me or Yavapai County Senior Zoning Inspector, Steve Mauk.

Sincerely,



Margaret Collison, Planner  
Yavapai County Development Services  
Planning and Design Review  
Phone (520) 771-3217 Fax 771-3432  
e-mail – [margaret.collison@co.yavapai.az.us](mailto:margaret.collison@co.yavapai.az.us)

Copy: Elise Link, Planning Manager  
Steve Mauk, Senior Zoning Inspector



## Weyers Consulting

GOVERNMENT AND ENVIRONMENTAL COORDINATION

550 Weaver Avenue • Boise, ID 83704  
(208) 387-1705 Tel  
(208) 378-0019 Fax  
[weyers@ruralnetwork.net](mailto:weyers@ruralnetwork.net)

March 8, 2003

Leigh J. Kuwanwisiwma, Director  
Hopi Cultural Preservation Office  
P.O. Box 123  
Kykotsmovi, AZ 86039

Re: Fiber Optic Cable Project, Yavapai County, Arizona (Henderson Valley Ranch Subdivision)

Dear Ms. Kuwanwisiwma:

Thank you for your February 21, 2003 letter that presented your comments concerning the archaeological survey report forwarded to you on February 13, 2003.

You stated your concurrence with the recommendation that if any cultural features or deposits are encountered during project activities, construction must be discontinued in the immediate area of the remains and a qualified archaeologist must be consulted to evaluate their nature and significance. In addition, if any prehistoric human remains or funerary objects are discovered during construction they shall be reported as required by law. Midvale Telephone Exchange agrees with the recommendations and will supervise compliance during construction.

If you have questions, or need additional information, please contact me at 208-387-1705.

Yours truly,

*Kenneth D. Weyers*  
Kenneth D. Weyers,

Enclosure

cc: Wes Lannen (RUS-USDA)  
Lane Williams (MTE)  
Ron Milford (MEC)  
Mary Lou Heuett (CES)

# THE

# HOPÍ TRIBE



**Wayne Taylor, Jr.**

CHAIRMAN

**Elgean Joshevama**

VICE-CHAIRMAN

February 21, 2003

Kenneth D. Weyers, Principal  
Weyers Consulting  
550 Weaver Avenue  
Boise, Idaho 83704

Dear Mr. Weyers,

Thank you for your letter on behalf of the Rural Utilities Service dated February 13, 2003, with an enclosed cultural resources report, in response to our September 25, 2002, request, regarding the Midvale Telephone Exchange applying to finance certain telecommunications facilities for the Henderson Valley Ranch Subdivision, located east of Prescott in Yavapai County. As you know, the Hopi Tribe claims cultural affiliation to prehistoric cultural groups in Yavapai County and therefore we appreciate your solicitation our input and efforts to address our concerns.

As you also know, the Hopi Cultural Preservation Office supports identification and avoidance of prehistoric archaeological sites. We have reviewed the survey report by Cultural & Environmental Systems, Inc. that identifies no cultural resources in this project area. We are not aware of any Hopi Traditional Cultural Properties in this project area. Therefore, we concur that this project is unlikely to affect cultural resources significant to the Hopi Tribe.

However, we also concur with the recommendation that if any cultural features or deposits are encountered during project activities, they must be discontinued in the immediate area of the remains and a qualified archaeologist must be consulted to evaluate their nature and significance. If any prehistoric human remains or funerary objects are discovered during construction they shall be reported as required by law.

Should you have any questions or need additional information, please contact Terry Morgart at the Cultural Preservation Office. Thank you again for your consideration.

Respectfully,

Leigh J. Kuwanwisiwma, Director  
Cultural Preservation Office

xc: Arizona State Historic Preservation Office

received  
03-05-03  
7h

	Midvale Telephone Exchange, Inc. Five Year Operating Statement Projection Proposed Arizona Construction SUMMARY						
<b>CROSSROADS RANCH and POQUITO VALLEY - ONLY</b>	Projected Loops						
	<b>2002</b>	<b>2003</b>	<b>2004</b>	<b>2005</b>	<b>2006</b>	<b>2007</b>	<b>2008</b>
<b>REVENUE:</b>							
Local Service Revenue	186,285.73		21,384	43,056	59,832	64,872	69,912
Other Local Exchange Revenue	13,989.14		1,475	2,949	4,085	4,424	4,763
End User Revenue (FCC Access)	50,658.76		5,340	10,680	14,794	16,020	17,247
CCL & Switched Access NECA Settlements	391,613.00		41,281	82,562	114,360	123,843	133,327
Switched Access Revenue	69,340.18		7,309	14,619	20,249	21,928	23,607
State Access Revenue	282,235.04		29,751	59,503	82,419	89,254	96,089
Directory and Long-Distance Revenue	3,157.78		333	666	922	999	1,075
Billing & Collection Revenue	12,361.15		1,303	2,606	3,610	3,909	4,208
Uncollectible Revenue	(10,000.00)		(1,054)	(2,108)	(2,920)	(3,162)	(3,405)
Federal USF	327,496.00				95,636	103,567	111,498
<b>Net Operating Revenue</b>	<b>1,327,136.78</b>	<b>-</b>	<b>107,122</b>	<b>214,533</b>	<b>392,987</b>	<b>425,654</b>	<b>458,321</b>
<b>EXPENSES:</b>							
Plant Specific Operations	287,949.33		29,472	58,944	81,645	88,416	95,187
Plant Non Specific Operations	2,200.95		225	451	624	676	728
Depreciation and Amortization	248,711.45		30,488	82,006	108,497	113,959	113,959
Customer Operations	90,440.37		9,257	18,513	25,644	27,770	29,897
Corporate Operations	179,111.88		18,332	36,665	50,786	54,997	59,208
Provision for Deferred Income Taxes	7,300.00		747	1,494	2,070	2,241	2,413
Other Operating Taxes	42,890.16		4,390	8,780	12,161	13,170	14,178
Interest Expense	12,600.69		19,724	50,636	67,975	95,872	95,872
<b>Total Operating Expenses</b>	<b>871,204.83</b>	<b>-</b>	<b>112,635</b>	<b>257,488</b>	<b>349,402</b>	<b>397,101</b>	<b>411,441</b>
<b>TOTAL OPERATING INCOME (LOSS)</b>	<b>455,932</b>	<b>-</b>	<b>(5,513)</b>	<b>(42,956)</b>	<b>43,584</b>	<b>28,553</b>	<b>46,880</b>
			1				
1 Shows full year of operation. This will likely be phased in.							

**Midvale Telephone Exchange, Inc.**  
**Five Year Operating Statement Projection**  
**Proposed Arizona Construction**  
**SUMMARY**

**CROSSROADS RANCH and**  
**POQUITO VALLEY - ONLY**

	<u>2004</u>	<u>2005</u>	<u>2006</u>	<u>2007</u>	<u>2008</u>
<b>REVENUE:</b>					
Local Service Revenue	21,384	43,056	59,832	64,872	69,912
Other Local Exchange Revenue	1,475	2,949	4,085	4,424	4,763
End User Revenue (FCC Access)	5,340	10,680	14,794	16,020	17,247
CCL & Switched Access NECA Settlements	41,281	82,562	114,360	123,843	133,327
Switched Access Revenue	7,309	14,619	20,249	21,928	23,607
State Access Revenue	29,751	59,503	82,419	89,254	96,089
Directory and Long-Distance Revenue	333	666	922	999	1,075
Billing & Collection Revenue	1,303	2,606	3,610	3,909	4,208
Uncollectible Revenue	(1,054)	(2,108)	(2,920)	(3,162)	(3,405)
Federal USF			95,636	103,567	111,498
<b>Net Operating Revenue</b>	<b>107,122</b>	<b>214,533</b>	<b>392,987</b>	<b>425,654</b>	<b>458,321</b>
<b>EXPENSES:</b>					
Plant Specific Operations	29,472	58,944	81,645	88,416	95,187
Plant Non Specific Operations	225	451	624	676	728
Depreciation and Amortization	30,488	82,006	108,497	113,959	113,959
Customer Operations	9,257	18,513	25,644	27,770	29,897
Corporate Operations	18,332	36,665	50,786	54,997	59,208
Provision for Deferred Income Taxes	747	1,494	2,070	2,241	2,413
Other Operating Taxes	4,390	8,780	12,161	13,170	14,178
Interest Expense	19,724	50,636	67,975	95,872	95,872
Loss of EAS Revenue	10,948	21,019	28,442	30,526	32,609
<b>Total Operating Expenses</b>	<b>123,584</b>	<b>278,508</b>	<b>377,844</b>	<b>427,627</b>	<b>444,050</b>
<b>TOTAL OPERATING INCOME (LOSS)</b>	<b>(16,461)</b>	<b>(63,975)</b>	<b>15,142</b>	<b>(1,973)</b>	<b>14,272</b>

1 Shows full year of operation. This will likely be phased in.



United States  
Department of  
Agriculture

Rural Utilities Service  
North West Area  
Telecommunications

P.O. Box 2497  
Battle Ground, WA 98604  
PHONE (360) 666-2741  
FAX (360) 666-2741  
MESSAGE (800) 383-7371

April 10, 2003

Docket Control  
Arizona Corporation Commission  
1200 West Washington  
Phoenix, AZ 85007

Re: Docket Number #T-02532A-03-0017

Dear Commissioners:

Midvale Telephone Exchange, Inc., is a current borrower in good standing with the United States Department of Agriculture Rural Utilities Service (RUS). RUS, through the Telecommunications Program, is authorized to make loans and loan guarantees to furnish and improve telecommunications service in rural areas. Rural Electrification Loan Restructuring Act of 1993 significantly amended the RE Act as far as Section 13 defines "rural area." Rural area is defined as any area of the United States, its territories and insular possessions not included within the boundaries of any incorporated or unincorporated city, village or borough having a population exceeding 5,000 inhabitants.

It is our understanding that Midvale Telephone Exchange, Inc. is filing for an extension with the Arizona Corporation Commission to provide telecommunications service in two un-served rural areas. These areas are identified as Crossroads and Poquito Valley. They are located in the unincorporated area of Yavapai County Arizona.

Midvale Telephone Exchange, Inc. is qualified to borrow funds from RUS, and it appears Crossroads, and Poquito Valley are eligible rural areas. At such time when Midvale Telephone Exchange becomes the designated incumbent carrier for these two areas, we would welcome a loan application to facilitate the construction and operation of telecommunication services.

If you have any questions, please contact me.

Sincerely,

Wesley L. Lannen  
General Field Representative

*Rural Development is an Equal Opportunity Lender.  
Complaints of discrimination should be sent to:  
Secretary of Agriculture, Washington, D.C. 20250*

**Midvale's Amended Application  
Docket No: T02532A-03-0017  
Exhibit I**

02

**GIVENS PURSLEY LLP**

**LAW OFFICES**

277 North 6th Street, Suite 200  
PO Box 2720, Boise, Idaho 83701  
TELEPHONE: 208 388-1200  
FACSIMILE: 208 388-1300  
WEBSITE: [www.givenspursley.com](http://www.givenspursley.com)

Direct Dial: (208) 388-1219  
E-Mail: [cew@givenspursley.com](mailto:cew@givenspursley.com)

Gary G. Allen  
Christopher J. Beeson  
Jessica M. Borup  
William C. Cole  
Michael C. Creamer  
Emily MacMaster Durkee  
Thomas E. Dvorak  
Roy Lewis Eiguren  
Timothy P. Fearnside  
Jeffrey C. Fereday  
Steven J. Hippler  
Karl T. Klein  
Debora K. Kristensen  
Anne C. Kunkel  
Deborah E. Nelson  
Franklin G. Lee

David R. Lombardi  
D. David Lorello, Jr.  
Kimberly D. Maloney  
John M. Marshall  
Kenneth R. McClure  
Kelly Greene McConnell  
Cynthia A. Melillo  
Christopher H. Meyer  
Kendall L. Miller  
L. Edward Miller  
Patrick J. Miller  
Judson B. Montgomery  
Angela K. Nelson  
W. Hugh O'Riordan  
Michael C. Orr \*  
Kenneth L. Pursley

Bradley V. Sneed  
H. Barton Thomas\*\*  
Conley E. Ward  
Robert B. White

Raymond D. Givens  
James A. McClure  
Stephanie C. Westermeier  
OF COUNSEL

John A. Miller, LL.M. \*\*\*  
TAX CONSULTANT

\*Licensed in Oregon only  
\*\*Licensed in Washington, D.C. only  
\*\*\*Licensed in Kentucky only

April 14, 2003

**VIA FEDERAL EXPRESS**

Docket Control Center  
Arizona Corporation Commission  
1200 W. Washington St.  
Phoenix, AZ 85007-2927

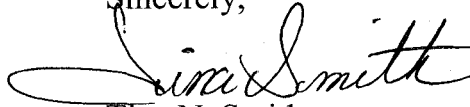
Re: Amended Application of Midvale Telephone Exchange, Inc.  
Our File: 1614-64

Dear Sir or Madam:

I am enclosing for filing, an original and 16 copies of Amended Application of Midvale Telephone Exchange, Inc.

I am enclosing a self-addressed stamped envelope and a copy of Midvale's Amended Application (without Exhibits). Please date stamp the copy and return it to me to acknowledge receipt.

Sincerely,



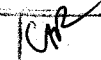
Tina N. Smith  
Assistant to Conley Ward

**Enclosures**

cc: Karen Williams  
S:\CLIENTS\1614\64\CEW to ACC re amended app.DOC

Arizona Corporation Commission  
**DOCKETED**

APR 15 2003

DOCKETED BY	
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